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Attorneys for Plaintiff
CAPITOL RECORDS, LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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CAPITOL RECORDS, LLC, :

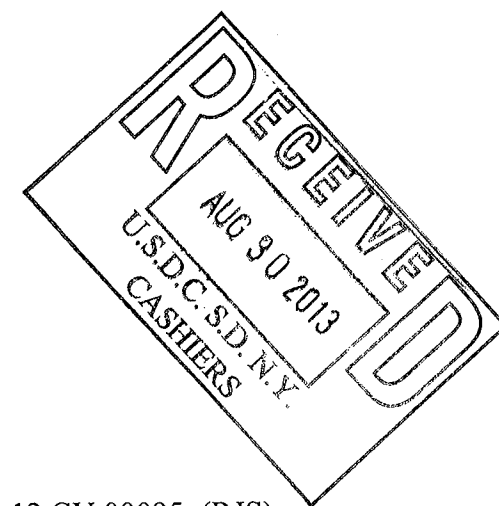
Plaintiff, :

-against- :

REDIGI INC., JOHN OSSENMACHER and
LARRY RUDOLPH a/k/a LAWRENCE S.
ROGEL, :

Defendants. :

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12 CV 00095 (RJS)

FIRST AMENDED COMPLAINT

Plaintiff Capitol Records, LLC ("Plaintiff"), by and through its undersigned attorneys, as
and for its First Amended Complaint, alleges as follows:

INTRODUCTION

1. This action is for copyright infringement, contributory copyright infringement, vicarious copyright infringement, and inducement of copyright infringement under the United States Copyright Act, as well as common law copyright infringement under the law of the State of New York, all arising from Defendants' willful and systematic infringement of Plaintiff's sound recordings.

2. Defendants own and operate the "ReDigi" music service, which holds itself out as the first online marketplace for "used" or "recycled" digital music files. With a stated purpose of helping consumers buy and sell "used" digital music files, ReDigi makes and assists its users in making systematic, repeated and unauthorized reproductions and distributions of Plaintiff's

copyrighted sound recordings. ReDigi's technology at issue in this case (designated as "ReDigi 1.0") was developed to upload copies of copyrighted sound recordings to its service for interested "sellers," and then download copies for and to interested buyers, in order to build a user base and earn profits for Defendants from their infringing conduct.

3. While ReDigi has touted its service as the equivalent of a used record store, that analogy is inapplicable: used record stores do not make copies to fill their shelves. ReDigi is actually a clearinghouse for copyright infringement and a business model built on widespread, unauthorized copying of sound recordings owned by Plaintiff and others. Plaintiff brings this lawsuit to halt Defendants' infringement of Plaintiff's copyrighted works and to recover damages for the harm caused by Defendants' activities.

THE PARTIES

4. Plaintiff Capitol Records, LLC ("Capitol") is a Delaware limited liability company with its principal place of business at 150 Fifth Avenue, New York, New York 10011.

5. Upon information and belief, Defendant ReDigi Inc. ("Defendant" or "ReDigi") is a Delaware corporation with its principal place of business at Cambridge Innovation Ctr., 14th Floor, 1 Broadway, Cambridge, MA 02142.

6. Upon information and belief, Defendant John Ossenmacher ("Ossenmacher") is an individual residing in Cambridge, MA. Mr. Ossenmacher is the Chief Executive Officer and a founding owner of ReDigi.

7. Upon information and belief, Defendant Larry Rudolph a/k/a Lawrence Rogel ("Rudolph") is an individual residing in Cambridge, MA. Mr. Rudolph is the Chief Technology Officer and a founding owner of ReDigi.

JURISDICTION AND VENUE

8. This civil action seeks injunctive relief and damages for copyright infringement under the Copyright Act, 17 U.S.C. § 101 et seq., and for common law copyright infringement under New York law with respect to Plaintiff's sound recordings fixed prior to February 15, 1972.

9. This Court has subject matter jurisdiction over the federal copyright claims under 28 U.S.C. §§ 1331 and 1338(a), and has supplemental jurisdiction over the related state law cause of action under 28 U.S.C. § 1367(a), inasmuch as that claim is so related to the federal claims as to form part of the same case or controversy.

10. This Court has personal jurisdiction over Defendants because, on information and belief, Defendants transact business in New York State and have committed tortious acts both within and outside New York causing injury in New York.

11. Venue is proper in this judicial district pursuant to 28 U.S.C. § 1391(b) and 1400(a).

FACTS

Plaintiff's Business

12. Plaintiff is a well known record company engaged in the business of producing, manufacturing, distributing, selling, licensing and facilitating the distribution and sale of sound recordings in the United States. Plaintiff's reputation as a producer of sound recordings of high artistic and technical quality is known in New York, and throughout both the United States and the world.

13. Plaintiff is the copyright owner or owner of exclusive rights (by way of agreement) with respect to an extensive and diverse catalog of sound recordings, including those

of such famous recording artists as the Beatles, Norah Jones and Katy Perry to name just some. Under the Copyright Act, Plaintiff has the exclusive rights, among other things, to “reproduce the copyrighted work[s]” and “distribute copies or phonorecords of the copyrighted work[s] to the public,” as well as to authorize or license others to engage in such activities. 17 U.S.C. § 106.

14. Additionally, Plaintiff has entered into various agreements by which it obtained the common law copyrights in sound recordings embodying certain performances that were initially “fixed” prior to February 15, 1972 (the “Pre-1972 Recordings”). These performances are subject to protection under state law rather than federal copyright law, and the Copyright Act cannot be used to “annul[] or limit[]” those rights “until February 15, 2067.” 17 U.S.C. § 301(c). Pursuant to these agreements and New York common law, Plaintiff possesses, among other things, the exclusive and complete rights to manufacture, reproduce, distribute and sell the Pre-1972 Recordings.

15. In addition to manufacturing, distributing, selling and licensing phonorecords in the form of CDs, cassettes and other tangible media, Plaintiff also distributes and licenses its sound recordings in the form of digital audio files, which are marketed and distributed online in a variety of forms (e.g., permanent downloads, conditional downloads, subscription services, streaming, etc.), and delivered to the consumer via the Internet. Legitimate avenues for the digital distribution of music exist through authorized services, such as Apple’s iTunes, Spotify and Amazon’s MP3 Music Service, which provide these sound recordings for consumers pursuant to agreements that the services negotiated with Plaintiff.

16. Plaintiff has invested and continues to invest significant money, time, effort and creative talent to discover and develop recording artists, and to create, manufacture, advertise,

promote, sell and license sound recordings embodying the performances of its exclusive recording artists. Plaintiff, its recording artists and others in the music industry are compensated for their creative efforts and monetary investments largely from the sale and distribution of their sound recordings to the public, and from other exploitation of such sound recordings.

17. A list of federally copyrighted sound recordings for which Plaintiff has the right to sue for infringement pursuant to 17 U.S.C. §501(b) and that have been illegally reproduced and distributed by or for users of Defendants' ReDigi 1.0 service is attached hereto as Exhibit A. This list includes sound recordings for which Plaintiff is the copyright owner or owner of exclusive rights (by way of agreement) or was the copyright owner or owner of exclusive rights (by way of agreement) at the time of infringement and has retained the right to sue for such past infringements. Plaintiff has received Certificates of Copyright Registration from the Register of Copyrights for these copyrighted sound recordings.

18. A list of Pre-1972 Recordings in which Plaintiff holds exclusive rights under New York and other state laws and which have been illegally reproduced and distributed by or for users of Defendant's ReDigi 1.0 service is attached hereto as Exhibit B.

Defendants and Their Illegal Business

19. Upon information and belief, Defendants own and operate the ReDigi website and service located at www.redigi.com. Launched in 2011 as part of a test and "inventory build" phase, ReDigi styled itself as "the world's first and only online marketplace for used digital music" and boasted that its service allows users to "buy used digital music from others at a fraction of the price currently available on iTunes."

20. Although the ReDigi website cryptically claimed that its "genius" was "to facilitate the transfer of a digital music file from one user to another without copying or file

sharing,” the entire service and business model were predicated upon making and assisting users in making multiple, unauthorized copies and distributions of sound recordings owned by Plaintiff and others.

21. ReDigi’s pre-launch press release revealed how selling digital music via its service necessarily entailed making copies of sound recordings. According to the press release, after downloading ReDigi’s proprietary “Music Manager” software, users designated the songs they wished to sell from their desktop computers. “Eligible” tracks were then allegedly removed from the user’s computer and “synced” devices, “stored in the ReDigi cloud and offered for sale on ReDigi’s website.”

22. The track “stored” in and offered to consumers from ReDigi’s “cloud” was necessarily a *copy* of the user’s original file, which ReDigi purportedly deleted from the user’s hard-drive. The user’s original file was duplicated and then stored by the ReDigi service in the new tangible, material object of the ReDigi “cloud,” regardless of whether the user’s original file remained on his or her computer or was deleted.

23. As ReDigi’s press release explained, “When the song is purchased, the track and license will be instantly transferred to its new owner.” That new owner is then provided access to the cloud copy of the recording, which is an unauthorized reproduction of the recording with which the seller began.

24. The tutorial video on ReDigi’s website homepage similarly highlighted the copying that is made of the sound recordings offered for sale or sold via the ReDigi website. The video encouraged users first to download the “ReDigi Desktop Client” to open a ReDigi account and begin selling “used” digital files. After the user chooses and confirms the tracks he or she wished to sell, “ReDigi will *upload your songs for sale* and clean all of those unwanted

files off your computer.” Uploading, by its very nature, can only be accomplished by making an unauthorized copy of the original user’s track. The user does not “sell” that original track but merely agrees to its deletion after it has been copied.

25. The video then continued that interested purchasers can designate songs they wish to buy from any computer, after which those songs are “safely stored in the ReDigi Cloud.” Users were urged, “you’ll be able to buy a song from any computer, and *download* it later to your computer.” Downloading again presupposes the making of additional copies of the file that resided on the original user’s computer.

26. Defendants offered ReDigi users various incentives to encourage and induce them to participate in the unauthorized reproduction and distribution of Plaintiff’s sound recordings. For example, the video tutorial explained that for each song uploaded, a user earned “ReDigi coupons” which could be used to buy additional songs for a “discounted price.” Likewise, when those uploaded songs were sold, the original user earned ReDigi “credits” that could be applied to the purchase of new songs.

27. Further encouraging infringement, the ReDigi website homepage offered contests and incentives urging users to avail themselves of the service. The homepage promised, “Store or Sell at Least 10 MP3s on the ReDigi Cloud and be Entered to Win” prizes ranging from a Fiat sports car to headphones. Moreover, by simply storing those 10 songs for purposes of later resale, the user was promised, “Get 5 FREE songs just for storing 10 songs on ReDigi.”

28. Upon information and belief, in making and encouraging these various unauthorized reproductions and distributions, Defendants hoped to build a large user-base and corresponding profits. According to a ReDigi spokeswoman quoted in a November 14, 2011 New York Times article, ReDigi sells tracks for approximately 79 cents, and earns a commission

for each sale. That commission totals 60% of the purchase price.

29. In short, Defendants' business model was designed to build a customer base and earn profits by infringing and encouraging ReDigi users to infringe copyrighted sound recordings, including those owned by Plaintiff. Without these infringing acts, Defendants would have no service to offer.

30. Defendants have sought to excuse their activities legally in various public statements, but none justify their infringing conduct.

31. Defendants promised, for example, that their "Verification Engine" analyzed each file uploaded for sale to ensure that the track was "legally downloaded" by the user in the first instance and thus "eligible for sale." Given the widespread piracy of sound recordings on the internet, it is questionable whether Defendants can effectively screen files as lawfully obtained in the first instance.

32. Regardless, even if lawfully obtained, such files may not be reproduced for purposes of resale. By urging users to upload their content for resale, Defendants encouraged those users to infringe copyrights.

33. ReDigi's website also boasted that after a file was "verified" for eligibility, ReDigi ensured that the original user would not "willfully use/possess any copies of the sold item," presumably by deleting the original source file from the user's computer and synchronized devices. But even ReDigi's founder and CEO, Ossenmacher, has acknowledged publicly that there is no way to ensure absolutely that users are not retaining copies of the files they upload to ReDigi's service, perhaps on other devices or media that ReDigi's software cannot reach. Regardless, even if the source file is effectively deleted from a user's computer, an infringing copy of that file must be uploaded and downloaded – copied – for the ReDigi 1.0 service to

function.

34. Finally, ReDigi protested on its website that its service was protected by the “First Sale Doctrine” codified at 17 U.S.C. §109, which permits “owners of a particular copy or phonorecord lawfully made under this title ... to sell” that copy or phonorecord. Defendants, however, are not “owners” of any such lawfully made copy, nor have Defendants or their users disposed of the actual “particular copy” with which the seller began. Rather, Defendants and their users made and distributed unauthorized copies of that original file.

35. The Copyright Act defines “copy” and “phonorecord” as material objects in which a work or sounds are fixed, respectively. Neither Defendants nor their users have resold the original material object that resided on the original user’s computer. Rather, in violation of Plaintiff’s rights of reproduction, Defendants and their users duplicated digital files both in uploading and downloading discrete copies distinct from the original file that originally resided on a user’s computer.

36. Beyond their own infringing conduct, Defendants materially contributed to and induced infringing conduct by its users. Defendants knowingly and willfully offered them financial incentives for participating in unauthorized reproductions and distributions of Plaintiff’s sound recordings. Defendants encouraged those users to commit copyright infringement, and essentially created a marketplace where users engaged in widespread infringement.

37. Defendants Ossenmacher and Rudolph personally participated in, and supervised and directed, the infringing acts described above. Indeed, they personally conceived of the infringing business model and technology at issue in this case, were the ultimate decision makers concerning the development and implementation of such infringing activity and directed and

approved all key aspects of ReDigi's activities found by this Court to infringe Capitol's copyrights. They were the moving force behind those infringing acts.

38. Defendants' aggressive promotion of their service has resulted in many of Plaintiff's best-selling, most valuable sound recordings being infringed via the ReDigi service. A list of the federally registered, copyrighted sound recordings owned by Capitol and infringed by Defendants using the ReDigi 1.0 technology at issue in this case (as described in detail above) is attached as Exhibit A. A corresponding list of Pre-1972 sound recordings owned by Plaintiff and infringed by Defendants using the ReDigi 1.0 technology is attached as Exhibit B.

39. The Recording Industry Association of America ("RIAA"), a trade association whose members, including Plaintiff, create, manufacture and distribute sound recordings legitimately sold in the United States, notified ReDigi in November 2011 that its service violated Plaintiff's and other RIAA members' copyrights and demanded that ReDigi cease and desist from any further infringement.

40. Defendants refused to halt their infringing use of the ReDigi 1.0 technology described above and at issue in this case until the Court issued its summary judgment ruling in this case on March 30, 2013 finding ReDigi liable for direct and contributory infringement.

41. As a result of ReDigi's unlawful actions, Plaintiff has been damaged and has suffered, and continues to suffer, irreparable injury for which it has no adequate remedy at law. An injunction is necessary to ensure that Defendants permanently cease any further use of the ReDigi 1.0 technology to infringe Capitol's sound recordings.

COUNT 1
(Copyright Infringement)

42. Plaintiff repeats and realleges the allegations set forth in paragraphs 1-41 above with the same force and effect as if set forth fully herein.

43. Defendants have engaged in the unauthorized reproduction and distribution of Plaintiff's copyrighted sound recordings listed in Exhibit A hereto. As a result, Defendants are liable for copyright infringement of Plaintiff's exclusive rights of reproduction and distribution under 17 U.S.C. § 106.

44. The infringement of Plaintiff's rights in each of its copyrighted sound recordings constitutes a separate and distinct act of infringement.

45. Defendants' acts of infringement are willful, intentional and purposeful, in disregard of Plaintiff's rights.

46. As a direct and proximate result of Defendants' infringement of Plaintiff's copyrights, Plaintiff is entitled to maximum statutory damages, in the amount of \$150,000 per work infringed, pursuant to 17 U.S.C. § 504(c), or for such other amount as may be proper pursuant to 17 U.S.C. § 504(c).

47. Unless and until Defendants' conduct is enjoined by this Court, they will continue to cause irreparable injury that cannot fully be compensated for or measured in money, and Plaintiff is accordingly also entitled to an injunction pursuant to 17 U.S.C. § 502 prohibiting further infringement of its exclusive rights under copyright.

48. Plaintiff is further entitled to attorneys' fees and costs pursuant to 17 U.S.C. § 505.

COUNT II
(Inducement of Copyright Infringement)

49. Plaintiff repeats and realleges the allegations set forth in paragraphs 1-48 above with the same force and effect as if set forth fully herein.

50. ReDigi users have engaged in the unauthorized reproduction and distribution of Plaintiff's copyrighted sound recordings listed in Exhibit A. As a result, such users are liable for

direct copyright infringement of Plaintiff's exclusive rights of reproduction and distribution under 17 U.S.C. § 106.

51. Each one of these users' infringing acts has been encouraged and made possible by Defendants, whose object is to promote the unlawful reproduction and distribution of Plaintiff's and others' sound recordings.

52. Defendants' inducement of copyright infringement is apparent from their active promotion of their ability to assist users in making unauthorized copies and sales of Plaintiff's and others' sound recordings, and Defendants' adoption of a business model that depends upon a high volume of infringement to create a user base and generate sales commissions.

53. As a result of the foregoing, Defendants are liable under the Copyright Act for inducing the infringing acts of their users, in violation of Sections 106 and 501 of the Copyright Act.

54. The infringement of Plaintiff's rights in each of its copyrighted sound recordings constitutes a separate and distinct act of infringement.

55. Defendants' acts of infringement are willful, intentional and purposeful, in disregard of Plaintiff's rights.

56. As a direct and proximate result of Defendants' infringement of Plaintiff's copyrights, Plaintiff is entitled to maximum statutory damages, in the amount of \$150,000 per work infringed, pursuant to 17 U.S.C. § 504(c), or for such other amount as may be proper pursuant to 17 U.S.C. § 504(c).

57. Unless and until Defendants' conduct is enjoined by this Court, they will continue to cause irreparable injury that cannot fully be compensated for or measured in money, and Plaintiff is accordingly also entitled to an injunction pursuant to 17 U.S.C. § 502 prohibiting

further infringement of its exclusive rights under copyright.

58. Plaintiff is further entitled to attorneys' fees and costs pursuant to 17 U.S.C. § 505.

COUNT III
(Contributory Copyright Infringement)

59. Plaintiff repeats and realleges the allegations set forth in paragraphs 1-58 above with the same force and effect as if set forth fully herein.

60. ReDigi users have engaged in the unauthorized reproduction and distribution of Plaintiff's copyrighted sound recordings listed in Exhibit A. As a result, such users are liable for direct copyright infringement of Plaintiff's exclusive rights of reproduction and distribution under 17 U.S.C. § 106.

61. Defendants had actual and constructive knowledge of their users' infringing activity and materially contributed to that activity by promoting Defendants' ability to help users make and sell unauthorized copies of sound recordings, including those owned by Plaintiff. Defendants provided its users with software to facilitate unauthorized copying, and awarded users "coupons" or "credits" towards future purchases every time they uploaded a song for "sale" or succeeded in distributing a track, thus urging and contributing to infringing conduct.

62. Moreover, Defendants were notified of such infringing conduct by the RIAA, but refused to take the necessary action to halt that conduct.

63. As a result of the foregoing, Defendants are liable under the Copyright Act for contributorily infringing Plaintiff's copyrights, in violation of Sections 106 and 501 of the Copyright Act.

64. The infringement of Plaintiff's rights in each of its copyrighted sound recordings constitutes a separate and distinct act of infringement.

65. Defendants' acts of infringement are willful, intentional and purposeful, in disregard of Plaintiff's rights.

66. As a direct and proximate result of Defendants' infringement of Plaintiff's copyrights, Plaintiff is entitled to maximum statutory damages, in the amount of \$150,000 per work infringed, pursuant to 17 U.S.C. § 504(c), or for such other amount as may be proper pursuant to 17 U.S.C. § 504(c).

67. Unless and until Defendants' conduct is enjoined by this Court, they will continue to cause irreparable injury that cannot fully be compensated for or measured in money, and Plaintiff is accordingly also entitled to an injunction pursuant to 17 U.S.C. § 502 prohibiting further infringement of its exclusive rights under copyright.

68. Plaintiff is further entitled to attorneys' fees and costs pursuant to 17 U.S.C. § 505.

COUNT IV
(Vicarious Copyright Infringement)

69. Plaintiff repeats and realleges the allegations set forth in paragraphs 1-68 above with the same force and effect as if set forth fully herein.

70. ReDigi users have engaged in the unauthorized reproduction and distribution of Plaintiff's copyrighted sound recordings listed in Exhibit A. As a result, such users are liable for direct copyright infringement of Plaintiff's exclusive rights of reproduction and distribution under 17 U.S.C. § 106.

71. Defendants had the legal right and actual ability to supervise and control the infringing activities that occurred through their site and service. Their website noted that if users were uncertain about the legal origins of their songs, "... don't sweat it. If you aren't sure where it [the user's music file] came from, we'll help you figure it out." Defendants also insisted that

they can identify and take action against repeat infringers, and explained that they would terminate the account of those who retained files Defendants believe they have “cleaned” out of sellers’ computers. Defendants have further admitted that they are intimately involved in supervising the sale and offers for sale of recordings via ReDigi 1.0.

72. Defendants nevertheless refused to exercise any control over the illegal reproduction of copyrighted music, and as a direct and proximate result of such failure, ReDigi users have infringed Plaintiff’s copyrighted sound recordings, including those listed in Exhibit A.

73. Defendants derived direct and substantial financial benefits from the infringements of Plaintiff’s copyrighted sound recordings occurring via its 1.0 service. In addition to attracting a user base, Defendants charged a percentage sales commission when unauthorized recordings were sold via the ReDigi site.

74. As a result of the foregoing, Defendants are liable under the Copyright Act for vicariously infringing Plaintiff’s copyrights, in violation of Sections 106 and 501 of the Copyright Act.

75. The infringement of Plaintiff’s rights in each of its copyrighted sound recordings constitutes a separate and distinct act of infringement.

76. Defendants’ acts of infringement are willful, intentional and purposeful, in disregard of Plaintiff’s rights.

77. As a direct and proximate result of Defendants’ infringement of Plaintiff’s copyrights, Plaintiff is entitled to maximum statutory damages, in the amount of \$150,000 per work infringed, pursuant to 17 U.S.C. § 504(c), or for such other amount as may be proper pursuant to 17 U.S.C. § 504(c).

78. Unless and until Defendants’ conduct is enjoined by this Court, they will continue

to cause irreparable injury that cannot fully be compensated for or measured in money, and Plaintiff is accordingly also entitled to an injunction pursuant to 17 U.S.C. § 502 prohibiting further infringement of its exclusive rights under copyright.

79. Plaintiff is further entitled to attorneys' fees and costs pursuant to 17 U.S.C. § 505.

COUNT V
(Common Law Copyright Infringement)

80. Plaintiff repeats and realleges the allegations set forth in paragraphs 1-79 above with the same force and effect as if set forth fully herein.

81. The Pre-1972 Recordings are subject to common law copyright protection under New York law. As the owner of valid common law copyrights in the Pre-1972 Recordings, Plaintiff possesses the exclusive rights to sell, copy and distribute these recordings.

82. Plaintiff has not granted or licensed Defendants the right to copy or distribute the Pre-1972 Recordings in any manner, including by digital transmission. Defendants' conduct as described above constitutes infringement of Plaintiff's common law copyrights in the Pre-1972 Recordings listed in Exhibit B hereto.

83. The infringement of Plaintiff's rights in each of its Pre-1972 Recordings constitutes a separate and distinct act of infringement.

84. As a direct and proximate result of Defendants' violation of Plaintiff's rights in and to the Pre-1972 Recordings, Plaintiff has suffered damages in an amount to be proven at trial. Plaintiff is entitled to recover all proceeds and other compensation received or to be received by Defendants arising from their infringement of Plaintiff's Pre-1972 Recordings, and is entitled to an accounting to ascertain the amount of such profits and compensation.

85. Defendants' acts of infringement are willful, intentional and purposeful, in

disregard of Plaintiff's rights, and Plaintiff is entitled to punitive damages in addition to actual damages.

86. Unless and until Defendants' conduct is enjoined by this Court, they will continue to cause irreparable injury that cannot fully be compensated for or measured in money, and Plaintiff is accordingly also entitled to an injunction prohibiting Defendants from further violating Plaintiff's rights in the Pre-1972 Recordings.

WHEREFORE, Plaintiff respectfully requests that this Court enter judgment in its favor and against the Defendants as follows:

A. On all Counts, for such permanent injunctive relief as is necessary to prevent or restrain infringement of Plaintiff's copyrights, including a preliminary injunction requiring that Defendants and their agents, servants, employees, officers, directors, attorneys, successors, assigns, licensees and all others in active concert or participation with any of them, cease infringing, or causing, aiding, enabling, facilitating, encouraging, promoting, inducing or materially contributing to or participating in the infringement of any of Plaintiff's copyrights or exclusive rights protected by the Copyright Act or common law (whether now in existence or hereafter created), including without limitation the recordings listed in Exhibits A and B.

B. On Counts I-IV, for maximum statutory damages in the amount of \$150,000 with respect to each copyrighted work infringed, or for such other amount as may be proper pursuant to 17 U.S.C. § 504(c).

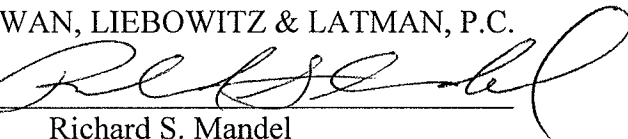
C. On Count V, for compensatory damages, an accounting for all gains, profits and advantages derived from Defendants' wrongful acts and punitive damages in amounts to be proven at trial.

D. For Plaintiff's attorneys' fees, costs and disbursements in this action.

- E. For prejudgment and post-judgment interest.
- F. For such other and further relief as the Court may deem just and proper.

Dated: New York, New York
August 30, 2013

COWAN, LIEBOWITZ & LATMAN, P.C.

By: 
Richard S. Mandel
Jonathan Z. King

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New York, New York 10036-6799
(212) 790-9200

Attorneys for Plaintiff
Capitol Records, LLC

EXHIBIT A

FEDERAL

	Title	Artist	SR #
1	This Is War	30 Seconds To Mars	SR0000636569
2	The Kill (Bury Me)	30 Seconds To Mars	SR0000377457
3	Kings And Queens	30 Seconds To Mars	SR0000636570
4	Closer To The Edge	30 Seconds To Mars	SR0000636569
5	Hurricane	30 Seconds To Mars	SR0000636569
6	Battle Of One	30 Seconds To Mars	SR0000377457
7	Alibi	30 Seconds To Mars	SR0000636569
8	Escape	30 Seconds To Mars	SR0000636569
9	L490	30 Seconds To Mars	SR0000636569
10	Night of the Hunter	30 Seconds To Mars	SR0000636569
11	Search and Destroy	30 Seconds To Mars	SR0000636569
12	Stranger in a Strange Land	30 Seconds To Mars	SR0000636569
13	Vox Populi	30 Seconds To Mars	SR0000636569
14	The Outsider	A Perfect Circle	SR0000341312
15	We Were Made For You	Aaron Gillespie	SR0000685691

FEDERAL

	Title	Artist	SR #
16	Feel it In Your Heart	Abandon	SR0000685456
17	Playground Love	Air	SR0000295351
18	Biological	Air	SR0000656000
19	Another Day	Air	SR0000656000
20	Mike Mills	Air	SR0000656000
21	Universal Traveler	Air	SR0000656000
22	Cherry Blossom Girl	Air	SR0000656000
23	Redhead Girl	Air	SR0000630040
24	Napalm Love	Air	SR0000630040
25	Mer Du Japon	Air	SR0000630040
26	Night Sight	Air	SR0000630040
27	Space Maker	Air	SR0000630040
28	Lost Message	Air	SR0000630040
29	Photograph	Air	SR0000630040
30	One Hell Of A Party (feat. Jarvis Cocker)	Air	SR0000630040

FEDERAL

	Title	Artist	SR #
31	Somewhere Between Waking And Sleeping (feat. N. Hannon)	Air	SR0000630040
32	Left Bank	Air	SR0000630040
33	Mayfair Song	Air	SR0000630040
34	Once Upon A Time	Air	SR0000630040
35	Long Way To Go	Alan Jackson	SR0000702821
36	Check My Brain	Alice In Chains	SR0000643011
37	Angels	Amy Grant	SR0000051829
38	Who Let The Dogs Out	Baha Men	SR0000372953
39	Daniel	Bat For Lashes	SR0000658971
40	The Big Sleep	Bat For Lashes	SR0000658970
41	Travelling Woman	Bat For Lashes	SR0000658970
42	Good Love	Bat For Lashes	SR0000658970
43	Siren Song	Bat For Lashes	SR0000658970
44	Peace Of Mind	Bat For Lashes	SR0000658970
45	Moon And Moon	Bat For Lashes	SR0000658970

FEDERAL

	Title	Artist	SR #
46	Sabotage	Beastie Boys	SR0000213461
47	Intergalactic	Beastie Boys	SR0000277731
48	We Got The	Beastie Boys	SR0000360352
49	An Open Letter To NYC	Beastie Boys	SR0000360352
50	Crawlspace	Beastie Boys	SR0000360352
51	All Lifestyles	Beastie Boys	SR0000360352
52	That's It That's All	Beastie Boys	SR0000360352
53	Hey F**k You	Beastie Boys	SR0000360352
54	Triple Trouble	Beastie Boys	SR0000360352
55	Rhyme The Rhyme Well	Beastie Boys	SR0000360352
56	Right Right Now Now	Beastie Boys	SR0000360352
57	Dr. Lee, PhD	Beastie Boys	SR0000277731
58	Instant Death	Beastie Boys	SR0000277731
59	Unite	Beastie Boys	SR0000277731
60	Dedication	Beastie Boys	SR0000277731

FEDERAL

	Title	Artist	SR #
61	Electrify	Beastie Boys	SR0000277731
62	Song For Junior	Beastie Boys	SR0000277731
63	Three MC's And One DJ	Beastie Boys	SR0000277731
64	The Grasshopper Unit (Keep Movin')	Beastie Boys	SR0000277731
65	Picture This	Beastie Boys	SR0000277731
66	Putting Shame In Your Game	Beastie Boys	SR0000277731
67	Flowin' Prose	Beastie Boys	SR0000277731
68	Sneakin' Out the Hospital	Beastie Boys	SR0000277731
69	Body Movin'	Beastie Boys	SR0000277731
70	Just A Test	Beastie Boys	SR0000277731
71	Song For The Man	Beastie Boys	SR0000277731
72	The Move	Beastie Boys	SR0000277731
73	The Brouhaha	Beastie Boys	SR0000360352
74	Shazam!	Beastie Boys	SR0000360352
75	Oh Word?	Beastie Boys	SR0000360352

FEDERAL

	Title	Artist	SR #
76	3 The Hard Way	Beastie Boys	SR0000360352
77	Ch-Check It Out	Beastie Boys	SR0000360352
78	So What'Cha Want	Beastie Boys	SR0000197458
79	Make Some Noise	Beastie Boys	SR0000676386
80	OK	Beastie Boys	SR0000676382
81	Burn One Down	Ben Harper	SR0000210135
82	Steal My Kisses	Ben Harper & The Innocent Criminals	SR0000273400
83	In the Colors	Ben Harper & The Innocent Criminals	SR0000621044
84	White Wedding, Pt. 1	Billy Idol	SR0000036550
85	Girls & Boys	Blur	SR0000345517
86	Beautiful Loser	Bob Seger	N22615
87	Hollywood Nights (Live)	Bob Seger	SR0000031981
88	Feel Like A Number	Bob Seger	SR0000005635
89	Mainstreet	Bob Seger	N37718
90	Against The Wind	Bob Seger & The Silver Bullet Band	SR0000017910

FEDERAL

	Title	Artist	SR #
91	Sort It Out	Caesars	SR0000340478
92	You're My Favourite	Caesars	SR0000340478
93	You Don't Mean A Thing To Me	Caesars	SR0000340478
94	Suzy Creamcheese	Caesars	SR0000340478
95	Since You've Been Gone	Caesars	SR0000338461
96	Handclaps & Guitars	Chiddy Bang	SR0000695087
97	What Kinda Gone	Chris Cagle	SR0000640839
98	Chicks Dig It	Chris Cagle	SR0000330476
99	All The Way My Savior Leads Me	Chris Tomlin	SR0000638160
100	Exalted (Yahweh)	Chris Tomlin	SR0000638160
101	God Almighty	Chris Tomlin	SR0000638160
102	Jesus Messiah	Chris Tomlin	SR0000638160
103	My Deliverer	Chris Tomlin	SR0000638160
104	Praise The Father, Praise The Son	Chris Tomlin	SR0000638160
105	Sing, Sing, Sing	Chris Tomlin	SR0000638160

FEDERAL

	Title	Artist	SR #
106	With Me	Chris Tomlin	SR0000638160
107	You Lifted Me Out	Chris Tomlin	SR0000638160
108	Princess of China	Coldplay	SR0000686471
109	We Never Change	Coldplay	SR0000328762
110	Trouble	Coldplay	SR0000328762
111	Everything's Not Lost	Coldplay	SR0000328762
112	Parachutes	Coldplay	SR0000328762
113	Yellow	Coldplay	SR0000328762
114	Sparks	Coldplay	SR0000328762
115	Spies	Coldplay	SR0000328762
116	Shiver	Coldplay	SR0000328762
117	Amsterdam	Coldplay	SR0000322958
118	Clocks	Coldplay	SR0000322958
119	The Scientist	Coldplay	SR0000322958
120	Daylight	Coldplay	SR0000322958

FEDERAL

	Title	Artist	SR #
121	A Rush Of Blood To The Head	Coldplay	SR0000322958
122	A Whisper	Coldplay	SR0000322958
123	Warning Signs	Coldplay	SR0000322958
124	Green Eyes	Coldplay	SR0000322958
125	God Put A Smile Upon Your Face	Coldplay	SR0000322958
126	In My Place	Coldplay	SR0000322958
127	Til Kingdom Come	Coldplay	SR0000376828
128	Twisted Logic	Coldplay	SR0000376828
129	Swallowed In The Sea	Coldplay	SR0000376828
130	Low	Coldplay	SR0000376828
131	A Message	Coldplay	SR0000376828
132	Speed Of Sound	Coldplay	SR0000573811
133	X & Y	Coldplay	SR0000376828
134	Talk	Coldplay	SR0000376828
135	Fix You	Coldplay	SR0000376828

FEDERAL

	Title	Artist	SR #
136	White Shadows	Coldplay	SR0000376828
137	What If	Coldplay	SR0000376828
138	Lovers In Japan / Reign Of Love	Coldplay	SR0000652909
139	Viva La Vida	Coldplay	SR0000652909
140	Lost!	Coldplay	SR0000652909
141	Death And All His Friends	Coldplay	SR0000652909
142	Strawberry Swing	Coldplay	SR0000652909
143	Violet Hill	Coldplay	SR0000652911
144	42	Coldplay	SR0000652909
145	Lost!	Coldplay	SR0000652909
146	Cemeteries Of London	Coldplay	SR0000652909
147	Life In Technicolor	Coldplay	SR0000652909
148	A Hopeful Transmission	Coldplay	SR0000686471
149	Up With The Birds	Coldplay	SR0000686471
150	Don't Let It Break Your Heart	Coldplay	SR0000686471

FEDERAL

	Title	Artist	SR #
151	Up In Flames	Coldplay	SR0000686471
152	U.F.O.	Coldplay	SR0000686471
153	Major Minus	Coldplay	SR0000680504
154	Every Teardrop Is A Waterfall	Coldplay	SR0000675913
155	M.M.I.X.	Coldplay	SR0000686471
156	Us Against The World	Coldplay	SR0000686471
157	Charlie Brown	Coldplay	SR0000686471
158	Paradise	Coldplay	SR0000686155
159	Hurts Like Heaven	Coldplay	SR0000686471
160	Mylo Xyloto	Coldplay	SR0000686471
161	Politik	Coldplay	SR0000322958
162	Don't Panic	Coldplay	SR0000328762
163	Yes	Coldplay	SR0000652909
164	The Hardest Part	Coldplay	SR0000376828
165	Square One	Coldplay	SR0000376828

FEDERAL

	Title	Artist	SR #
166	Everything's Not Lost (includes hidden Track "Life Is For Living")	Coldplay	SR0000328762
167	Sunglasses At Night	Corey Hart	SR0000055755
168	High Life	Daft Punk	SR0000379190
169	Aerodynamic	Daft Punk	SR0000379190
170	Rollin' & Scratchin'	Daft Punk	SR0000220421
171	Alive	Daft Punk	SR0000220421
172	Revolution 909	Daft Punk	SR0000220421
173	Crescendolls	Daft Punk	SR0000379190
174	Harder, Better, Faster, Stronger	Daft Punk	SR0000379190
175	NightVision	Daft Punk	SR0000379190
176	One more Time	Daft punk	SR0000379190
177	Something About Us	Daft Punk	SR0000379190
178	Superheroes	Daft Punk	SR0000379190
179	Veridis Quo	Daft Punk	SR0000379190
180	Voyager	Daft Punk	SR0000379190

FEDERAL

	Title	Artist	SR #
181	Da Funk	Daft Punk	SR0000220421
182	Funk Ad	Daft Punk	SR0000220421
183	Oh Yeah	Daft Punk	SR0000220421
184	On / Off	Daft Punk	SR0000372206
185	Two Against One (feat. Jack White)	Danger Mouse & Daniele Luppi	SR0000677728
186	It Won't Be Like This For Long	Darius Rucker	SR0000651366
187	Alright	Darius Rucker	SR0000651366
188	History In The Making	Darius Rucker	SR0000651366
189	Don't Think I Don't Think About It	Darius Rucker	SR0000651367
190	Southern State Of Mind	Darius Rucker	SR0000669902
191	This	Darius Rucker	SR0000669902
192	Come Back Song	Darius Rucker	SR0000669904
193	Ziggy Stardust (1999 Digital Remaster)	David Bowie	RE0000919238
194	In The End (O Resplendent Light!)	David Crowder Band	SR0000646682
195	God Almighty, None Compares	David Crowder Band	SR0000646682

FEDERAL

	Title	Artist	SR #
196	Oh, Happiness	David Crowder Band	SR0000646682
197	What A Miracle	David Crowder Band	SR0000646682
198	Church Music Dance (!)	David Crowder Band	SR0000646682
199	Birmingham (We Are Safe)	David Crowder Band	SR0000646682
200	Can I Lie Here	David Crowder Band	SR0000646682
201	How He Loves	David Crowder Band	SR0000646682
202	All Around Me	David Crowder Band	SR0000646682
203	We Are Loved	David Crowder Band	SR0000646682
204	The Veil	David Crowder Band	SR0000646682
205	SMS (Shine)	David Crowder Band	SR0000646682
206	Eastern Hymn	David Crowder Band	SR0000646682
207	Shadows	David Crowder Band	SR0000646682
208	The Nearness	David Crowder Band	SR0000646682
209	Alleluia, Sing	David Crowder Band	SR0000646682
210	Phos Hilaron (Hail Gladdening Light)	David Crowder Band	SR0000646682

FEDERAL

	Title	Artist	SR #
211	Shadows (feat. Lecrae)	David Crowder Band	SR0000685686
212	After All (Holy)	David Crowder Band	SR0000700098
213	Sexy Bitch (feat. Akon)	David Guetta	SR0000649218
214	Who's That Chick? (feat. Rihanna)	David Guetta	SR0000677456
215	Where Them Girls At (feat. Nicki Minaj & Flo Rida)	David Guetta	SR0000683517
216	Turn Me On (feat. Nicki Minaj)	David Guetta	SR0000683523
217	Without You (feat. Usher)	David Guetta	SR0000683523
218	When Love Takes Over (Electro Extended)	David Guetta	SR0000643600
219	Mind's Eye	DC Talk	SR0000408458
220	What Have We Become?	DC Talk	SR0000408458
221	In The Light	DC Talk	SR0000408458
222	Jesus Freak (Reprise)	DC Talk	SR0000408458
223	Like It, Love It, Need It	DC Talk	SR0000408458
224	Between You And Me	DC Talk	SR0000408458
225	Mrs. Morgan	DC Talk	SR0000408458

FEDERAL

	Title	Artist	SR #
226	Day By Day	DC Talk	SR0000408458
227	What If I Stumble?	DC Talk	SR0000408458
228	Jesus Freak	DC Talk	SR0000230848
229	Colored People	DC Talk	SR0000408458
230	So Help Me God	DC Talk	SR0000408458
231	Strawberry Wine	Deana Carter	SR0000229757
232	Deteriorate	Demon Hunter	SR0000391092
233	Fire To My Soul	Demon Hunter	SR0000391092
234	Not I	Demon Hunter	SR0000391092
235	One Thousand Apologies	Demon Hunter	SR0000391092
236	Relentless intolerance	Demon Hunter	SR0000391092
237	Rise Up	Diane Birch	SR0000671769
238	Draw Me A Map	Dierks Bentley	SR0000663139
239	Jesus	Dom	SR0000676599
240	Rollerblades	Eliza Doolittle	SR0000677772

FEDERAL

	Title	Artist	SR #
241	Standing On The Shore	Empire Of The Sun	SR0000658996
242	Principles Of Lust	Enigma	SR0000126800
243	The Cross Of Changes	Enigma	SR0000191945
244	I Love You ... I'll Kill You	Enigma	SR0000191945
245	Gabriel's Oboe	Ennio Morricone	SR0000073541
246	Hell On The Heart	Eric Church	SR0000656836
247	Love Your Love The Most	Eric Church	SR0000656709
248	Smoke A Little Smoke	Eric Church	SR0000656836
249	Cliffs Of Dover	Eric Johnson	SR0000114785
250	Father Of Mine	Everclear	SR0000181328
251	Wonderful	Everclear	SR0000284811
252	Hollywood's Not America	Ferras	SR0000670874
253	Stacy's Mom	Fountains Of Wayne	SR0000335616
254	Slow Your Breath Down	Future Of Forestry	SR0000637015
255	Rosalita	Gomez	SR0000273403

FEDERAL

	Title	Artist	SR #
256	Fill My Cup	Gomez	SR0000273403
257	California	Gomez	SR0000273403
258	Las Vegas Dealer	Gomez	SR0000273403
259	Rhythm And Blues Alibi	Gomez	SR0000273403
260	Bring It On	Gomez	SR0000273403
261	Devil Will Ride	Gomez	SR0000273403
262	Hangover	Gomez	SR0000273403
263	We Haven't Turned Around	Gomez	SR0000273403
264	Feel Good Inc.	Gorillaz	SRu000573812
265	Rhinestone Eyes	Gorillaz	SR0000650312
266	Oh Melancholy Hill	Gorillaz	SR0000650312
267	Pirate Jet	Gorillaz	SR0000650312
268	To Binge (feat. Little Dragon)	Gorillaz	SR0000650312
269	Cloud Of Unknowing (feat. Bobby Womack & sinfonia ViVa)	Gorillaz	SR0000650312
270	Plastic Beach (feat. Mick Jones & Paul Simonon)	Gorillaz	SR0000650312

FEDERAL

	Title	Artist	SR #
271	Sweepstakes (feat. Mos Def & Hypnotic Brass Ensemble)	Gorillaz	SR0000650312
272	Broken	Gorillaz	SR0000650312
273	Some Kind Of Nature (feat. Lou Reed)	Gorillaz	SR0000650312
274	Glitter Freeze (feat. Mark E Smith)	Gorillaz	SR0000650312
275	Welcome to the World of the Plastic Beach (feat. Snoop Dogg & Hypnotic Brass Ensemble)	Gorillaz	SR0000650312
276	Superfast Jellyfish (feat. Gruff Rhys & De La Soul)	Gorillaz	SR0000650312
277	Stylo (feat. Mos Def & Bobby Womack)	Gorillaz	SR0000650310
278	Empire Ants (feat. Little Dragon)	Gorillaz	SR0000650312
279	Orchestral Intro (feat. sinfonia ViVA)	Gorillaz	SR0000650312
280	White Flag (feat. Bashy, Kano & The National Orchestra for Arabic Music)	Gorillaz	SR0000650312
281	Friend Like That	Hawk Nelson	SR0000638086
282	Never	Heart	SR0000075726
283	What About love?	Heart	SR0000075726
284	One Life Stand	Hot Chip	SR0000644551
285	Centerfold	J. Geils Band	SR0000033770

FEDERAL

	Title	Artist	SR #
286	Together Again	Janet Jackson	SR0000261516
287	Tus Ojos No Me Ven	Joey Montana	SR0000662249
288	What I Need	Julie Reeves	SR0000298736
289	Hot N Cold	Katy Perry	SR0000638214
290	I Kissed A Girl	Katy Perry	SR0000638212
291	Waking Up In Vegas	Katy Perry	SR0000638214
292	Teenage Dream	Katy Perry	SR0000662267
293	California Gurls (feat. Snoop Dogg)	Katy Perry	SR0000662264
294	The One That Got Away	Katy Perry	SR0000662268
295	Peacock	Katy Perry	SR0000662268
296	Firework	Katy Perry	SR0000662268
297	Last Friday Night (T.G.I.F)	Katy Perry	SR0000662268
298	Who Am I Living For?	Katy Perry	SR0000662268
299	E.T.	Katy Perry	SR0000662268
300	E.T. (feat. Kanye West)	Katy Perry	SR0000681293

FEDERAL

	Title	Artist	SR #
301	Til Summer Comes Around	Keith Urban	SR0000656739
302	Your Everything	Keith Urban	SR0000273265
303	Sweet Music Man	Kenny Rogers	N44114
304	My Name Is Trouble	Keren Ann	SR0000670530
305	Evolution	Korn	SR0000612042
306	4-2-0	Kottonmouth Kings	SR0000314748
307	Tangerine Sky	Kottonmouth Kings	SR0000314748
308	King Klick	Kottonmouth Kings	SR0000407934
309	What Faith Can Do	Kutless	SR0000637035
310	Strong Tower	Kutless	SR0000368826
311	Get Outta My Way	Kylie Minogue	SR0000663118
312	Everything Is Beautiful	Kylie Minogue	SR0000663118
313	Aphrodite	Kylie Minogue	SR0000663118
314	All The Lovers	Kylie Minogue	SR0000663120
315	Illusion	Kylie Minogue	SR0000663118

FEDERAL

	Title	Artist	SR #
316	Better Than Today	Kylie Minogue	SR0000663118
317	Looking For An Angel	Kylie Minogue	SR0000663118
318	Put Your Hands Up (If You Feel Love)	Kylie Minogue	SR0000663118
319	Can't Beat The Feeling	Kylie Minogue	SR0000663118
320	Cupid Boy	Kylie Minogue	SR0000663118
321	Closer	Kylie Minogue	SR0000663118
322	Too Much	Kylie Minogue	SR0000663118
323	Lookin' For A Good Time	Lady Antebellum	SR0000656386
324	Love Don't Live Here	Lady Antebellum	SR0000656388
325	Need You Now	Lady Antebellum	SR0000644543
326	We Owned The Night	Lady Antebellum	SR0000686144
327	Ready To Love Again	Lady Antebellum	SR0000644547
328	Stars Tonight	Lady Antebellum	SR0000644546
329	Something 'Bout A Woman	Lady Antebellum	SR0000644543
330	If I Knew Then	Lady Antebellum	SR0000644543

FEDERAL

	Title	Artist	SR #
331	Love This Pain	Lady Antebellum	SR0000644542
332	When You Got A Good Thing	Lady Antebellum	SR0000644543
333	American Honey	Lady Antebellum	SR0000644544
334	Hello World	Lady Antebellum	SR0000644543
335	Someone Great	LCD Soundsystem	SR0000404786
336	Fly Away	Lenny Kravitz	SR0000261538
337	Where Are We Runnin'?	Lenny Kravitz	SR0000357913
338	Happy	Liam Lynch	SR0000361336
339	Electrician's Day	Liam Lynch	SR0000361336
340	United States Of Whatever	Liam Lynch	SR0000361336
341	Shut Up Train	Little Big Town	SR0000662283
342	Rain Is A Good Thing	Luke Bryan	SR0000643593
343	Country Girl (Shake It For Me)	Luke Bryan	SR0000681897
344	Country Man	Luke Bryan	SR0000612029
345	We Rode In Trucks	Luke Bryan	SR0000612032

FEDERAL

	Title	Artist	SR #
346	Pray	M.C. Hammer	SR0000133683
347	Impossible	Manafest	SR0000399621
348	My Deliverer	Mandisa	SR0000636806
349	Sex And Candy	Marcy Playground	SR0000240954
350	Teardrop	Massive Attack	SR0000261537
351	Bitch	Meredith Brooks	SR0000181390
352	In a Sweater Poorly Knit	mewithoutYou	SR0000399618
353	Superman	MIMS	SR0000395566
354	This Is Why I'm Hot	Mims feat. Purple Popcorn	SR0000401208
355	Tremble	Mindy McCready	SR0000319470
356	Breakfast	Newsboys	SR0000221735
357	He Reigns	Newsboys	SR0000329866
358	Fishin' Blues	Nitty Gritty Dirt Band	SR0000323470
359	Here It Goes Again	O.K. Go	SR0000377392
360	We Belong	Pat Benatar	SR0000062244

FEDERAL

	Title	Artist	SR #
361	Money	Pink Floyd	N5354
362	Another Brick In the Wall, Pt. 1	Pink Floyd	SR0000014787
363	Another Brick in the Wall, Pt. 2	Pink Floyd	SR0000014787
364	Another Brick In the Wall, Pt. 3	Pink Floyd	SR0000014787
365	Bring the Boys Back Home	Pink Floyd	SR0000014787
366	Comfortably Numb	Pink Floyd	SR0000014787
367	A New Machine, Pt. 1	Pink Floyd	SR0000087388
368	A New Machine, Pt. 2	Pink Floyd	SR0000087388
369	Learning to Fly	Pink Floyd	SR0000087388
370	On the Turning Away	Pink Floyd	SR0000087388
371	One Slip	Pink Floyd	SR0000087388
372	Sings of Life	Pink Floyd	SR0000087388
373	Sorrow	Pink Floyd	SR0000087388
374	Terminal Frost	Pink Floyd	SR0000087388
375	The Dogs of War	Pink Floyd	SR0000087388

FEDERAL

	Title	Artist	SR #
376	It's The End Of The World As We Know It (And I Feel Fine)	R.E.M.	SR0000085269
377	I'm Too Sexy	Right Said Fred	SR0000139833
378	Gay Factory Worker	Rodney Carrington	SR0000323514
379	Listen To Your Heart	Roxette	SR0000107583
380	Across The Graveyard	Royksopp	SR0000656821
381	True To Life	Royksopp	SR0000656821
382	Vision One	Royksopp	SR0000656821
383	You Don't Have A Clue	Royksopp	SR0000656821
384	It's What I Want	Royksopp	SR0000656821
385	Happy Up Here	Royksopp	SR0000656742
386	Royksopp Forever	Royksopp	SR0000656821
387	This Must Be It	Royksopp	SR0000656821
388	Silver Cruiser	Royksopp	SR0000656821
389	The Girl And The Robot	Royksopp	SR0000656821
390	Miss It So Much	Royksopp	SR0000656821

FEDERAL

	Title	Artist	SR #
391	Tricky Tricky	Royksopp	SR0000656821
392	Hey Alli	Runner Runner	SR0000675362
393	So Obvious	Runner Runner	SR0000675361
394	Lucky Now	Ryan Adams	SR0000691450
395	Dirty Rain	Ryan Adams	SR0000691449
396	Addicted	Saving Abel	SR0000639178
397	Somewhere In The Vicinity of the Heart	Shenandoah	SR0000202180
398	Two Dozen Roses	Shenandoah	SR0000100702
399	The Comeback	Shout Out Louds	SR0000372247
400	Odd One	Sick Puppies	SR0000629444
401	You're Going Down	Sick Puppies	SR0000629444
402	The Last Day Of Our Acquaintance	Sinead O'Connor	SR0000114910
403	Tangled Up In Me	Skye Sweetnam	SR0000365982
404	Bullet (String Mix) [Bonus Track]	Small Sins	SR0000620546
405	Bullet	Small Sins	SR0000620546

FEDERAL

	Title	Artist	SR #
406	I Need A Friend (Acoustic) [Bonus Track]	Small Sins	SR0000620546
407	Holiday	Small Sins	SR0000620546
408	We Will Break Our Own Hearts	Small Sins	SR0000620546
409	On A Mission	Small Sins	SR0000620546
410	It Keeps Me On My Toes	Small Sins	SR0000620546
411	On The Run	Small Sins	SR0000620546
412	Airport	Small Sins	SR0000620546
413	Prove Me Wrong	Small Sins	SR0000620546
414	Drunk E-mails	Small Sins	SR0000620546
415	On The Line	Small Sins	SR0000620546
416	What Your Baby's Been Doing	Small Sins	SR0000620546
417	I Need A Friend	Small Sins	SR0000620546
418	Morning Face	Small Sins	SR0000620546
419	Bullet With Butterfly Wings	Smashing Pumpkins	SR0000183904
420	Hummer	Smashing Pumpkins	SR0000169635

FEDERAL

	Title	Artist	SR #
421	Sweet Sweet	Smashing Pumpkins	SR0000169635
422	Luna	Smashing Pumpkins	SR0000169635
423	Geek U.S.A.	Smashing Pumpkins	SR0000169635
424	Silverfuck	Smashing Pumpkins	SR0000169635
425	Rocket	Smashing Pumpkins	SR0000169635
426	The Lady Is A Vamp	Spice Girls	SR0000261523
427	If U Can't Dance	Spice Girls	SR0000201276
428	Say You'll Be There	Spice Girls	SR0000201276
429	(There's Gotta Be) More to Life	Stacie Orrico	SR0000329861
430	Hosanna	Starfield	SR0000638147
431	Fly Like An Eagle (Radio Edit)	Steve Miller Band	N33473
432	Diamond Hoo Ha Man	Supergrass	SR0000638237
433	Love Me Like You Used To	Tanya Tucker	SR0000092952
434	Amazing, Because It Is	The Almost	SR0000699479
435	The Salmon Dance (Heavily Smoked By The Glimmers)	The Chemical Brothers	SR0000612175

FEDERAL

	Title	Artist	SR #
436	The Rake's Song	The Decemberists	SR0000656882
437	Down By The Water	The Decemberists	SR0000671436
438	After The Bombs	The Decemberists	SR0000656878
439	Prelude	The Decemberists	SR0000656878
440	A Bower Scene	The Decemberists	SR0000656878
441	The Hazards Of Love 2 (Wager All)	The Decemberists	SR0000656878
442	Kingdom Of Doom	The Good, The Bad & The Queen	SR0000406995
443	We're At The Top of the World	The Juliana Theory	SR0000295488
444	Do You Love Me Still?	The Kooks	SR0000613056
445	Got No Love	The Kooks	SR0000613055
446	Time Awaits	The Kooks	SR0000613055
447	Jackie Big T**s	The Kooks	SR0000613055
448	If Only	The Kooks	SR0000613055
449	Naïve	The Kooks	SR0000613055
450	I Want You	The Kooks	SR0000613055

FEDERAL

	Title	Artist	SR #
451	Matchbox	The Kooks	SR0000613055
452	She Loves In Her Own Way	The Kooks	SR0000613055
453	You Don't Love Me	The Kooks	SR0000613055
454	Ooh La	The Kooks	SR0000613055
455	Eddie's Gun	The Kooks	SR0000613055
456	See The World	The Kooks	SR0000613055
457	Pictures Of You	The Last Goodbye	SR0000611249
458	Night One (From Planchette)	The Panic Channel	SR0000399119
459	Blue Bruises	The Panic Channel	SR0000399119
460	Bloody Mary	The Panic Channel	SR0000399119
461	Left To Lose	The Panic Channel	SR0000399119
462	Teahouse Of The Spirits	The Panic Channel	SR0000399118
463	The Heat Is On	The Power Station	SR0000061728
464	Some Like It Hot	The Power Station	SR0000061728
465	I'm Gonna Be (500 Miles)	The Proclaimers	SR0000096996

FEDERAL

	Title	Artist	SR #
466	Face Down	The Red Jumpsuit Apparatus	SR0000393452
467	False Pretense	The Red Jumpsuit Apparatus	SR0000394029
468	Your Guardian Angel	The Red Jumpsuit Apparatus	SR0000394029
469	Wild Mountain Honey	The Steve Miller Band	N33473
470	Beautifully Broken	This Beautiful Republic	SR0000637702
471	Written In The Stars (feat. Eric Turner)	Tinie Tempah	SR0000680992
472	Wonderman (feat. Ellie Goulding)	Tinie Tempah	SR0000680995
473	Till I'm Gone (feat. Wiz Khalifa)	Tinie Tempah	SR0000680998
474	Face Of The Earth / Chuck @ Artist Development Interlude	tobyMac	SR0000406212
475	Irene	tobyMac	SR0000307522
476	Wonderin' Why	tobyMac	SR0000307522
477	All In (Letting Go)/Mr. Talkbox Interlude	tobyMac	SR0000406212
478	Boomin' (feat. Shonlock)	tobyMac	SR0000406212
479	Boomin'/Opera Trip Interlude	tobyMac	SR0000406212
480	Face Of The Earth / Chuck @ Artist Development Interlude	tobyMac	SR0000406212

FEDERAL

	Title	Artist	SR #
481	Feelin' So Fly	tobyMac	SR0000406212
482	HypeMan (truDog '07)	tobyMac	SR0000406212
483	Ignition	tobyMac	SR0000406212
484	Ignition (Bonus Remix)	tobyMac	SR0000406212
485	I'm for you	tobyMac	SR0000406212
486	Lose My Soul/Afterparty (feat. Kirk Franklin & Mandisa)	tobyMac	SR0000406212
487	Made to Love	tobyMac	SR0000406212
488	No Ordinary Love (feat. Nirva Dorsaint-Ready)	tobyMac	SR0000406212
489	No Signal	tobyMac	SR0000406212
490	One World (feat. Siti Monroe)	tobyMac	SR0000406212
491	Christmas This Year (feat. Leigh Nash)	tobyMac & Leigh Nash	SR0000715801
492	All The King's Men	Tom Cochrane	SR0000338455
493	Bigger Man	Tom Cochrane	SR0000338455
494	Brave and Crazy	Tom Cochrane	SR0000338455
495	Emotional Truth	Tom Cochrane	SR0000338455

FEDERAL

	Title	Artist	SR #
496	Everything Comes Around	Tom Cochrane	SR0000338455
497	Friendly Advice	Tom Cochrane	SR0000338455
498	Get Back Up	Tom Cochrane	SR0000338455
499	Mad Mad World	Tom Cochrane	SR0000338455
500	No Regrets	Tom Cochrane	SR0000338455
501	Sinking Like a Sunset	Tom Cochrane	SR0000338455
502	The Secret is to Know When to Stop	Tom Cochrane	SR0000338455
503	Washed Away	Tom Cochrane	SR0000338455
504	Marry For Money	Trace Adkins	SR0000649609
505	Then They Do	Trace Adkins	SR0000343104
506	You're Gonna Miss This	Trace Adkins	SR0000614509
507	Songs About Me	Trace Adkins	SR0000361542
508	Honky Tonk Badonkadonk	Trace Adkins	SR0000361541
509	Your Woman	White Town	SR0000231659
510	School Boy	Wynton Marsalis	SR0000656724

FEDERAL

	Title	Artist	SR #
511	Dear Bobbie	Yellowcard	SR00000611607
512	Nada	Zoe	SR00000656873

EXHIBIT B

PRE 1972

	Title	Artist	SR #
1	Ramblin' Gamblin' Man (Live)	Bob Seger	Pre-1972
2	Andy Warhol	David Bowie	Pre-1972
3	Eight Line Poem	David Bowie	Pre-1972
4	Fill Your Heart	David Bowie	Pre-1972
5	Kooks	David Bowie	Pre-1972
6	Life on Mars?	David Bowie	Pre-1972
7	Oh! You Pretty Things	David Bowie	Pre-1972
8	Queen Bitch	David Bowie	Pre-1972
9	Quicksand	David Bowie	Pre-1972
10	Song for Bob Dylan	David Bowie	Pre-1972
11	The Bewlay Brothers	David Bowie	Pre-1972

PRE 1972

	Title	Artist	SR #
12	On an Evening in Roma (Sott'er Celo de Roma)	Dean Martin	Pre-1972
13	In The Wee Small Hours Of The Morning	Frank Sinatra	Pre-1972
14	I Get a Kick Out of You	Frank Sinatra	Pre-1972
15	I've Got the World On a String	Frank Sinatra	Pre-1972
16	Angel Eyes	Frank Sinatra	Pre-1972
17	My Sweet Lord	George Harrison	Pre-1972
18	Crippled Inside	John Lennon	Pre-1972
19	Gimme Some Truth	John Lennon	Pre-1972
20	How Do You Sleep?	John Lennon	Pre-1972
21	How?	John Lennon	Pre-1972
22	Imagine	John Lennon	Pre-1972

PRE 1972

	Title	Artist	SR #
23	It's So Hard	John Lennon	Pre-1972
24	Jealous Guy	John Lennon	Pre-1972
25	Oh My Love	John Lennon	Pre-1972
26	Oh Yoko!	John Lennon	Pre-1972
27	La vie en rose (English version)	Edith Piaf	Pre-1972
28	I Found Out	Plastic Ono Band	Pre-1972
29	God	Plastic Ono Band	Pre-1972
30	My Mummy's Dead	Plastic Ono Band	Pre-1972
31	Give Peace a Chance	Plastic Ono Band	Pre-1972
32	Steppin' Stone	Steve Miller Band	Pre-1972
33	I've Been There Too	Ten Years After	Pre-1972

PRE 1972

	Title	Artist	SR #
34	Uncle Jam	Ten Years After	Pre-1972
35	Let The Sky Fall	Ten Years After	Pre-1972
36	Hard Monkeys	Ten Years After	Pre-1972
37	Once There Was A Time	Ten Years After	Pre-1972
38	Baby Won't You Let Me Rock 'N' Roll You	Ten Years After	Pre-1972
39	Over The Hill	Ten Years After	Pre-1972
40	One Of These Days	Ten Years After	Pre-1972
41	Here They Come	Ten Years After	Pre-1972
42	I'd Love To Change The World	Ten Years After	Pre-1972
43	Key to the Highway (Outtake)	The Band	Pre-1972
44	Tears of Rage (Alternate Take)	The Band	Pre-1972

PRE 1972

	Title	Artist	SR #
45	Yazoo Street Scandal (Outtake)	The Band	Pre-1972
46	Surfin' USA	The Beach Boys	Pre-1972
47	Catch a Wave	The Beach Boys	Pre-1972
48	Girls on the Beach	The Beach Boys	Pre-1972
49	In My Room	The Beach Boys	Pre-1972
50	Let Him Run Wild	The Beach Boys	Pre-1972
51	Shut Down	The Beach Boys	Pre-1972
52	The Warmth of the Sun	The Beach Boys	Pre-1972
53	Wendy	The Beach Boys	Pre-1972
54	Back In The U.S.S.R	The Beatles	Pre-1972
55	Blackbird	The Beatles	Pre-1972